

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
)	

**ORDER UNDER 11 U.S.C. §§ 105(a) AND 363(b), FED. R. BANKR. P. 6006 AND 9014
AND LOCAL BANKRUPTCY RULE 6006-1 AUTHORIZING PARTIAL ASSIGNMENT
OF UNEXPIRED LEASE BETWEEN NORMANDEALE HOLDINGS LLC AND
RESIDENTIAL FUNDING COMPANY LLC TO ALLY FINANCIAL, INC.**

Upon the motion (the “Motion”) of the Debtors¹ for entry of an order (the “Order”), pursuant to sections 105(a) and 363(b), of title 11 of the United States Code, as amended (the “Bankruptcy Code”) and rules 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), authorizing the partial assignment of the Lease, dated July 7, 2004, currently between Residential Funding Company, LLC, as Tenant, and Normandale Holdings, L.L.C., as Landlord, for the property located at 8400 Normandale Lake Boulevard, Bloomington, Minnesota (as amended, the “Lease”), which has already been assumed during the chapter 11 cases by Residential Funding Company, LLC, as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Motion and the Declaration of Colette Wahl, Chief Administration Officer of Residential Capital, LLC in support of the Motion; and

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and the legal and factual bases set forth in the Motion establish just and sufficient cause to grant the requested relief herein; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND, DETERMINED, AND ORDERED THAT:

1. The Motion is GRANTED.
2. Pursuant to Section 363(b) of the Bankruptcy Code and Bankruptcy Rules 6006 and 9014, the Assignment is approved *nunc pro tunc* to November 1, 2013.
3. The Debtors are hereby authorized to execute and deliver all instruments and documents, and take all other actions, as may be necessary or appropriate to implement and effectuate the relief granted in this Order.
4. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: New York, New York
November 8, 2013

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge